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Limited Partnership and PSEG Resources L.L.P.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:	
In re	:	Chapter 11
	:	
GENERAL MOTORS CORPORATION	:	Case No. 09-50026 (REG)
	:	
Debtors.	:	
	:	
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**LIMITED OBJECTION AND RESERVATION OF RIGHTS REGARDING
APPLICABLE CURE COSTS AND SCOPE OF CURE OF LMC RESOURCES
CAPITAL LIMITED PARTNERSHIP TO NOTICE OF (I) DEBTORS'
INTENT TO ASSUME AND ASSIGN CERTAIN EXECUTORY
CONTRACTS AND (II) CURE COSTS RELATED THERETO**

LMC Resources Capital Limited Partnership ("LMC"), by and through its undersigned counsel, hereby submits this limited objection and reservation of rights (the "Objection") to the Notice of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts and (II) Cure Costs Related Thereto (the "Assumption Notice"). In support of the Objection, LMC respectfully states as follows:

Background

1. The Debtors commenced their voluntary Chapter 11 bankruptcy cases on June 1, 2009 (the "Petition Date") and filed their Motion for Entry of an Order Pursuant to 11 U.S.C. §§ 105, 363 and 365 and Fed. R. Bankr. P. 2002, 6004 and 6006 (I) Approving Procedures for Sale

of Debtors' Assets Pursuant to Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC, a U.S. Treasury-Sponsored Purchaser; (II) Scheduling Bid Deadline and Sale Hearing Date; (III) Establishing Assumption and Assignment Procedures; and (IV) Fixing Notice Procedures and Approving Form of Notice (the "Motion")

2. An order approving the Motion was entered on June 2, 2009 (the "Procedures Order") (ECF No. 274). The Procedures Order approved certain procedures regarding Debtors' assumption and assignment of executory contracts in connection with the Debtors' proposed sale of assets to Vehicle Acquisition Holdings LLC (the "Purchaser").

3. Pursuant to the Procedures Order, the Debtors delivered an Assumption Notice to LMC on June 10, 2009. However, the Assumption Notice does not state with specificity which executory contract(s) the Debtors wish to assume and assign.

4. As directed by the Assumption Notice, LMC accessed the website <http://www.contractnotices.com> (the "Website") to determine which contracts were designated for assumption and assignment and the Debtors' proposed cure costs related thereto. The Website, however, contains no information at this time and the Website is devoid of any information regarding cure amounts. As a result, LMC is unable to determine (i) which contracts the Debtors plan to assume and assign and (ii) the cure amounts related thereto.

5. The Procedures Order requires that all objections related to the Assumption Notice must be received by the notice parties within ten days of the date of the Assumption Notice.¹ Accordingly, LMC files this objection in an abundance of caution to preserve its rights. LMC objects to the ambiguity with which its contracts have been identified and the complete lack of information regarding the proper cure amounts. In addition, LMC objects to the extent

¹ The Assumption Notice is dated June 5, 2009, however, the Debtors did not serve the Assumption Notice upon LMC until June 10, 2009.

that the Debtors have not provided a cure amount, or to the extent that such cure amount (when provided) does not match the cure amount as reflected in LMC's books and records.

6. LMC reserves all rights to amend and/or supplement this objection.

WHEREFORE, LMC respectfully requests that the Court enter an order directing the Debtors (i) to identify the LMC's contracts with greater specificity; (ii) to provide a proposed cure amount relating to such contracts; and (iii) grant LMC such other and further relief as this Court may deem just and proper.

Dated: June 12, 2009
New York, NY

By: /s/ Richard Epling
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